

Florida Department of State

Division of Corporations

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DIVISION OF CORPORATIONS

Division of Corporations

Fax Number : (850) 205-0383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255

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Fax Number : (305) 633-9696

**LIMITED LIABILITY COMPANY**

**indulgence at bal harbour, l.l.c.**

Certificate of Status	0
Certified Copy	1
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TALLAHASSEE, FLORIDA

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**INDULGENCE AT BAL HARBOUR, L.L.C.**

**ARTICLES OF ORGANIZATION**

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 603, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I. NAME**

The name of the limited liability company is **INDULGENCE AT BAL HARBOUR, L.L.C.** (the "Company").

**ARTICLE II. ADDRESS**

The principal office and mailing address of the Company is:

3 Sherwood Court  
Warren, NJ 07059

**ARTICLE III. DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the unanimous written agreement of all Members.

**ARTICLE IV. PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE V. REGISTERED AGENT AND OFFICE**

The Company designates 9700 South Dixie Highway, Suite 1030, Miami, Florida 33156, as the street address of the initial registered office of the Company and names Robert O. Schwarz the

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STATE  
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Company's initial registered agent at that address to accept service of process within this state.

#### ARTICLE VI. ADDITIONAL MEMBERS

Additional members may be admitted in the manner set forth in the Operating Agreement of the Company, and upon unanimous consent of all present members.

#### ARTICLE VII. MANAGEMENT

The Company shall be conducted, carried on, and managed by no less than two (2) Managers, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Operating Agreement of the Company. Such Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company. The name and address of the initial Managers are as follows:

Michael J. Nielsen    3 Sherwood Court  
Warren, NJ 07059

Carolann Nielsen    3 Sherwood Court  
Warren, NJ 07059

Such Managers shall serve in such capacity until the first annual meeting of the Members or until their successors are duly elected and qualified.

#### ARTICLE VIII. REGULATIONS

The power to enact, adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company. If a provision of these Articles of Organization differs from a provision of the Company's Operating Agreement, then, to the extent permitted by law, the Operating Agreement will govern.

IN WITNESS WHEREOF, the undersigned have hereunto set their hand and seal this

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14<sup>th</sup> day of March, 2005.

In accordance with Florida Statute §608.403(3) the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.

  
Michael J. Nielsen  
Duly Authorized Representative of the Member

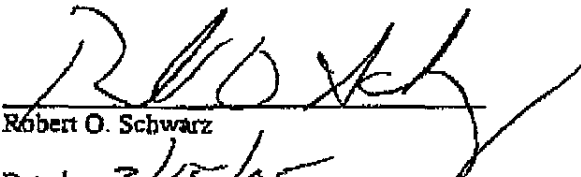
Prepared By:

Robert L. Schwarz, Esq.  
Sarnole & Berger, P.A.  
9700 S. Dixie Highway  
Suite 1030  
Miami, FL 33156  
Fla Bar No. 442259

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**ACCEPTANCE OF REGISTERED AGENT**

The undersigned agrees to act as registered agent for the Company named above to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that he is familiar with, and accepts, the obligations of such position.

  
Robert O. Schwarz  
Dated: 3/15/05

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AFFIDAVIT

STATE OF Virginia  
COUNTY OF Fairfax

Michael J. Nielsen is a duly authorized representatives of the member of  
**INDULGENCE AT BAL HARBOUR, L.L.C.**, being first duly sworn, depose and say:

1. That I am a duly authorized representatives of the member of **INDULGENCE**  
**AT BAL HARBOUR, L.L.C.**, a Florida Limited Liability Company (the "Company");

And further Affiant sayeth not.

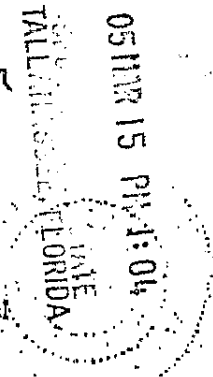
Michael J. Nielsen  
Michael J. Nielsen  
Duly Authorized Representative of the Member

The foregoing instrument was acknowledged before me this 15<sup>th</sup> day of March, 2005,  
by Michael J. Nielsen who ( ) is personally known to me or ( ☒ ) who provided  
New Jersey Driver's License as identification and who did take an oath.

Albert E. Cook Jr.  
Signature of Notary

ALBERT E. Cook Jr.  
Print, type or stamp name of notary

My Commission Number is and My Commission Expires: September 30, 2006 Seal.



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